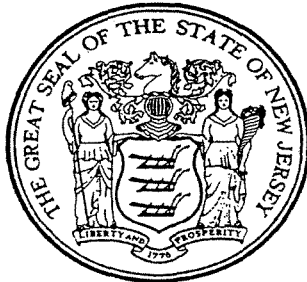


QUARTERLY REPORT

**LICENSEE ADAMAR OF NEW JERSEY, INC. D/B/A
TROPICANA CASINO AND RESORT**

FOR THE QUARTER ENDED JUNE 30, 2004

**TO THE
CASINO CONTROL COMMISSION
OF THE
STATE OF NEW JERSEY**



BALANCE SHEETS

AS OF JUNE 30, 2004 AND 2003

(UNAUDITED)
(\$ IN THOUSANDS)

LINE (a)	DESCRIPTION (b)	2004 (c)	2003 (d)
	ASSETS		
	Current Assets:		
1	Cash and Cash Equivalents.....	\$ 25,104	\$ 34,374
2	Short-Term Investments.....	0	0
3	Receivables and Patrons' Checks (Net of Allowance for Doubtful Accounts - 2004, \$11,196 ; 2003, \$13,296)..... (Note 6).....	17,811	13,425
4	Inventories.....	3,629	3,421
5	Prepaid Expenses and Other Current Assets.....	12,240	12,825
6	Total Current Assets.....	58,784	64,045
7	Investments, Advances, and Receivables..... (Note 4,5).....	21,434	20,251
8	Property and Equipment - Gross..... (Note 2).....	992,943	880,005
9	Less: Accumulated Depreciation and Amortization..... (Note 2).....	(273,064)	(248,133)
10	Property and Equipment - Net..... (Note 2).....	719,879	631,872
11	Other Assets.....	34,241	13,890
12	Total Assets.....	\$ 834,338	\$ 730,058
	LIABILITIES AND EQUITY		
	Current Liabilities:		
13	Accounts Payable.....	\$ 18,643	\$ 10,866
14	Notes Payable.....	0	0
	Current Portion of Long-Term Debt:		
15	Due to Affiliates.....	0	0
16	Other..... (Note 3).....	105	125
17	Income Taxes Payable and Accrued.....	0	0
18	Other Accrued Expenses.....	24,856	24,727
19	Other Current Liabilities.....	6,551	17,080
20	Total Current Liabilities.....	50,155	52,798
	Long-Term Debt:		
21	Due to Affiliates..... (Note 3,5).....	447,000	447,000
22	Other..... (Note 3).....	25	130
23	Deferred Credits.....	0	0
24	Other Liabilities..... (Note 5).....	213,043	96,397
25	Commitments and Contingencies..... (Note 4).....	0	0
26	Total Liabilities.....	710,223	596,325
27	Stockholder's, Partners', or Proprietor's Equity.....	124,115	133,733
28	Total Liabilities and Equity.....	\$ 834,338	\$ 730,058

The accompanying notes are an integral part of the financial statements.
Valid comparisons cannot be made without using information contained in the notes.

STATEMENTS OF INCOME

FOR THE SIX MONTHS ENDED JUNE 30, 2004 AND 2003

(UNAUDITED)
(\$ IN THOUSANDS)

LINE (a)	DESCRIPTION (b)	2004 (c)	2003 (d)
	Revenue:		
1	Casino.....	\$ 175,970	\$ 193,179
2	Rooms.....	22,154	22,868
3	Food and Beverage.....	23,565	26,189
4	Other.....	6,712	6,680
5	Total Revenue.....	228,401	248,916
6	Less: Promotional Allowances.....	42,686	44,334
7	Net Revenue.....	185,715	204,582
	Costs and Expenses:		
8	Cost of Goods and Services..... (Note 5).....	113,994	116,203
9	Selling, General, and Administrative..... (Note 5).....	28,159	28,340
10	Provision for Doubtful Accounts.....	369	737
11	Total Costs and Expenses.....	142,522	145,280
12	Gross Operating Profit.....	43,193	59,302
13	Depreciation and Amortization.....	15,249	14,370
	Charges from Affiliates Other than Interest:		
14	Management Fees..... (Note 5).....	17,100	17,650
15	Other.....	0	0
16	Income (Loss) from Operations.....	10,844	27,282
	Other Income (Expenses):		
17	Interest (Expense) - Affiliates..... (Note 3).....	(26,820)	(27,331)
18	Interest (Expense) - External..... (Note 3).....	6,256	3,333
19	Investment Alternative Tax and Related Income (Expense) - Net...(Note 4).....	(455)	(87)
20	Nonoperating Income (Expense) - Net..... (Note 6, 7).....	3,767	(2,136)
21	Total Other Income (Expenses).....	(17,252)	(26,221)
22	Income (Loss) Before Income Taxes and Extraordinary Items.....	(6,408)	1,061
23	Provision (Credit) for Income Taxes.....	1,198	1,430
24	Income (Loss) Before Extraordinary Items.....	(7,606)	(369)
25	Extraordinary Items (Net of Income Taxes - 2004, \$0 ; 2003, \$0)	0	0
26	Net Income (Loss).....	\$ (7,606)	\$ (369)

The accompanying notes are an integral part of the financial statements.
Valid comparisons cannot be made without using information contained in the notes.

STATEMENTS OF INCOME

FOR THE THREE MONTHS ENDED JUNE 30, 2004 AND 2003

(UNAUDITED)
(\$ IN THOUSANDS)

LINE (a)	DESCRIPTION (b)	2004 (c)	2003 (d)
	Revenue:		
1	Casino.....	\$ 88,651	\$ 99,326
2	Rooms.....	12,284	12,350
3	Food and Beverage.....	12,114	13,164
4	Other.....	3,509	3,577
5	Total Revenue.....	116,558	128,417
6	Less: Promotional Allowances.....	22,165	22,190
7	Net Revenue.....	94,393	106,227
	Costs and Expenses:		
8	Cost of Goods and Services..... (Note 5).....	58,228	59,221
9	Selling, General, and Administrative..... (Note 5).....	14,175	14,377
10	Provision for Doubtful Accounts.....	170	368
11	Total Costs and Expenses.....	72,573	73,966
12	Gross Operating Profit.....	21,820	32,261
13	Depreciation and Amortization.....	7,711	7,375
	Charges from Affiliates Other than Interest:		
14	Management Fees..... (Note 5).....	7,500	7,500
15	Other.....	0	0
16	Income (Loss) from Operations.....	6,609	17,386
	Other Income (Expenses):		
17	Interest (Expense) - Affiliates..... (Note 3).....	(13,410)	(13,742)
18	Interest (Expense) - External..... (Note 3).....	3,389	1,849
19	Investment Alternative Tax and Related Income (Expense) - Net.....(Note 4).....	(268)	(81)
20	Nonoperating Income (Expense) - Net..... (Note 6, 7).....	1,543	(1,124)
21	Total Other Income (Expenses).....	(8,746)	(13,098)
22	Income (Loss) Before Income Taxes and Extraordinary Items.....	(2,137)	4,288
23	Provision (Credit) for Income Taxes.....	7,893	4,882
24	Income (Loss) Before Extraordinary Items.....	(10,030)	(594)
25	Extraordinary Items (Net of Income Taxes - 2004, \$0 ; 2003, \$0).....	0	0
26	Net Income (Loss).....	\$ (10,030)	\$ (594)

The accompanying notes are an integral part of the financial statements.
Valid comparisons cannot be made without using information contained in the notes.

STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2003 AND THE SIX MONTHS ENDED JUNE 30, 2004

(UNAUDITED)
(\$ IN THOUSAND)

Line	Description	Common Stock		Preferred Stock		Additional Paid-In Capital	Retained Earnings (Accumulated)	Total Stockholders' Equity
		Shares (c)	Amount (d)	Shares (e)	Amount (f)			
1	Balance, December 31, 2002	100	\$ 1	0	\$ 0	127,071	7,030	\$ 134,102
2	Net Income (Loss) - 2003						(2,381)	(2,381)
3	Contribution to Paid-in-Capital							
4	Dividends							
5	Prior Period Adjustments							
6								
7								
8								
9								
10	Balance, December 31, 2003	100	\$ 1	0	\$ 0	127,071	4,649	\$ 131,721
11	Net Income (Loss) - 2004						(7,606)	(7,606)
12	Contribution to Paid-in-Capital							
13	Dividends							
14	Prior Period Adjustments							
15								
16								
17								
18								
19	Balance, June 30, 2004	100	\$ 1	0	\$ 0	127,071	0	\$ 124,115

The accompanying notes are an integral part of the financial statements.

TRADING NAME OF LICENSEE

TROPICANA CASINO AND RESORT**STATEMENTS OF CASH FLOWS**

FOR THE SIX MONTHS ENDED JUNE 30, 2004 AND 2003

(UNAUDITED)
(\$ IN THOUSANDS)

LINE (a)	DESCRIPTION (b)	2004 (c)	2003 (d)
1	NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES.....	\$ 45,575	\$ 72,325
	CASH FLOWS FROM INVESTING ACTIVITIES:		
2	Purchase of Short-Term Investment Securities.....		
3	Proceeds from the Sale of Short-Term Investment Securities.....		
4	Cash Outflows for Property and Equipment.....	(53,337)	(57,928)
5	Proceeds from Disposition of Property and Equipment.....	39	35
6	Purchase of Casino Reinvestment Obligations.....	(2,262)	(2,426)
7	Purchase of Other Investments and Loans/Advances made.....		
8	Proceeds from Disposal of Investments and Collection of Advances and Long-Term Receivables.....	1,890	1,404
9	Cash Outflows to Acquire Business Entities.....		
10			
11			
12	Net Cash Provided (Used) By Investing Activities.....	(53,670)	(58,915)
	CASH FLOWS FROM FINANCING ACTIVITIES:		
13	Cash Proceeds from Issuance of Short-Term Debt.....		
14	Payments to Settle Short-Term Debt.....		
15	Cash Proceeds from Issuance of Long-Term Debt.....		
16	Costs of Issuing Debt.....		
17	Payments to Settle Long-Term Debt.....	(70)	(72)
18	Cash Proceeds from Issuing Stock or Capital Contributions.....		
19	Purchases of Treasury Stock.....		
20	Payments of Dividends or Capital Withdrawals.....		
21			
22			
23	Net Cash Provided (Used) By Financing Activities.....	(70)	(72)
24	Net Increase (Decrease) in Cash and Cash Equivalents.....	(8,165)	13,338
25	Cash and Cash Equivalents at Beginning of Period.....	33,269	21,036
26	Cash and Cash Equivalents at End of Period.....	\$ 25,104	\$ 34,374
	CASH PAID DURING PERIOD FOR:		
27	Interest (Net of Amount Capitalized).....	\$ (20,565)	\$ (3,333)
28	Income Taxes.....	\$	\$

The accompanying notes are an integral part of the financial statements.
Valid comparisons cannot be made without using information contained in the notes.

TRADING NAME OF LICENSEE TROPICANA CASINO AND RESORT**STATEMENTS OF CASH FLOWS**

FOR THE SIX MONTHS ENDED JUNE 30, 2004 AND 2003

(UNAUDITED)
(\$ IN THOUSANDS)

LINE (a)	DESCRIP (b)	2004 (c)	2003 (d)
	NET CASH FLOWS FROM OPERATING ACTIVITIES:		
29	Net Income (Loss).....	\$ (7,606)	\$ (369)
	Noncash Items Included in Income and Cash Items Excluded from Income:		
30	Depreciation and Amortization of Property and Equipment.....	15,249	14,370
31	Amortization of Other Assets.....	0	0
32	Amortization of Debt Discount or Premium.....	(12)	(11)
33	Deferred Income Taxes - Current.....	0	0
34	Deferred Income Taxes - Noncurrent.....	(4,565)	(82)
35	(Gain) Loss on Disposition of Property and Equipment.....	295	77
36	(Gain) Loss on Casino Reinvestment Obligations.....	347	35
37	(Gain) Loss from Other Investment Activities.....		
	Net (Increase) Decrease in Receivables and Patrons'		
38	Checks.....	(3,690)	553
39	Net (Increase) Decrease in Inventories.....	(316)	(163)
40	Net (Increase) Decrease in Other Current Assets.....	(1,940)	(2,555)
41	Net (Increase) Decrease in Other Assets.....	(3,386)	(868)
42	Net Increase (Decrease) in Accounts Payable.....	4,498	1,658
	Net Increase (Decrease) in Other Current Liabilities		
43	Excluding Debt.....	2,360	2,622
	Net Increase (Decrease) in Other Noncurrent Liabilities		
44	Excluding Debt.....	44,341	57,058
45	Extraordinary items (net of tax).....		
46			
47	Net Cash Provided (Used) By Operating Activities.....	\$ 45,575	\$ 72,325

SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION

	ACQUISITION OF PROPERTY AND EQUIPMENT:		
48	Additions to Property and Equipment.....	\$ (53,337)	\$ (57,928)
49	Less: Capital Lease Obligations Incurred.....	0	0
50	Cash Outflows for Property and Equipment.....	\$ (53,337)	\$ (57,928)
	ACQUISITION OF BUSINESS ENTITIES:		
51	Property and Equipment Acquired.....	\$ 0	\$ 0
52	Goodwill Acquired.....	0	0
	Net Assets Acquired Other than Cash, Goodwill, and		
53	Property and Equipment.....	0	0
54	Long-Term Debt Assumed.....	0	0
55	Issuance of Stock or Capital Invested.....	0	0
56	Cash Outflows to Acquire Business Entities.....	\$ 0	\$ 0
	STOCK ISSUED OR CAPITAL CONTRIBUTIONS:		
57	Total Issuances of Stock or Capital Contributions.....	\$ 0	\$ 0
58	Less: Issuances to Settle Long-Term Debt.....	0	0
59	Consideration in Acquisition of Business Entities.....	0	0
60	Cash Proceeds from Issuing Stock or Capital Contributions.....	\$ 0	\$ 0

The accompanying notes are an integral part of the financial statements.
Valid comparisons cannot be made without using information contained in the notes.

TRADING NAME OF LICENSEE

TROPICANA CASINO AND RESORT

SCHEDULE OF PROMOTIONAL EXPENSES AND ALLOWANCES

(\$ IN THOUSANDS)

FOR THE SIX MONTHS ENDED JUNE 30, 2004

Line (a)	(b)	Promotional Allowances		Promotional Expenses	
		Number of Recipients (c)	Dollar Amount (d)	Number of Recipients (e)	Dollar Amount (f)
1	Rooms	146,708	\$ 11,199	0	\$ 0
2	Food	1,071,072	10,497	27,281	267
3	Beverage	4,010,246	4,842	0	0
4	Travel	0	0	5,935	2,077
5	Bus Program Cash	272,292	4,401	0	0
6	Other Cash Complimentaries	553,774	9,603	0	0
7	Entertainment	13,050	26	11,840	237
8	Retail & Non-Cash Gifts	0	0	80,304	803
9	Parking	0	0	0	0
10	Other	591,740	2,118	120,576	606
11	Total	6,658,882	\$ 42,686	245,936	\$ 3,990

** There are no complimentary services or items in Line 10 "other" which exceeds 5% of that column's total.

FOR THE THREE MONTHS ENDED JUNE 30, 2004

Line (a)	(b)	Promotional Allowances		Promotional Expenses	
		Number of Recipients (c)	Dollar Amount (d)	Number of Recipients (e)	Dollar Amount (f)
1	Rooms	72,081	\$ 5,529	0	\$ 0
2	Food	554,349	5,433	13,457	132
3	Beverage	1,988,969	2,367	0	0
4	Travel	0	0	3,036	1,062
5	Bus Program Cash	153,261	2,510	0	0
6	Other Cash Complimentaries	297,499	5,304	0	0
7	Entertainment	9,550	19	4,387	88
8	Retail & Non-Cash Gifts	0	0	38,367	384
9	Parking	0	0	0	0
10	Other	283,970	1,003	78,897	358
11	Total	3,359,679	\$ 22,165	138,144	\$ 2,024

** There are no complimentary services or items in Line 10 "other" which exceeds 5% of that column's total.

ADAMAR OF NEW JERSEY, INC.
DBA TROPICANA CASINO AND RESORT
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED JUNE 30, 2004 AND 2003

NOTE 1. DISCLOSURES NOT PRESENTED AND RECENT ACCOUNTING PRONOUNCEMENTS

Certain footnotes have not been presented in these Notes to Consolidated Financial Statements. These footnotes would be a duplicate of items contained in the Casino Control Commission Annual Report for the year ended December 31, 2003.

The specific footnotes not presented are the Summary of Significant Accounting Policies and Lease Obligations. The footnotes contained in the December 31, 2003 Annual Report should be read in conjunction with these financial statements.

NOTE 2. PROPERTY AND EQUIPMENT

At June 30, 2004 and 2003, the components of Property and Equipment consisted of:

	<u>2004</u>	<u>2003</u>
Land and land improvements	\$ 49,974,000	\$ 49,974,000
Building and improvements	584,966,000	575,733,000
Furniture, fixtures and equipment	152,825,000	139,421,000
Leased personal property	2,111,000	2,254,000
Construction in progress	<u>203,067,000</u>	<u>112,623,000</u>
Total property and equipment-gross	992,943,000	880,005,000
Less: accumulated depreciation and amortization	<u>(273,064,000)</u>	<u>(248,133,000)</u>
Total property and equipment	<u>\$ 719,879,000</u>	<u>\$ 631,872,000</u>

NOTE 3. LONG-TERM DEBT

At June 30, 2004 and 2003, Long-Term Debt consisted of:

	<u>2004</u>	<u>2003</u>
Notes Payable - Aztar Corporation; 12.0% due 2014	<u>\$ 447,000,000</u>	<u>\$ 447,000,000</u>
Long-term debt due to affiliates	447,000,000	447,000,000
Obligations under capital leases	<u>130,000</u>	<u>255,000</u>
Total affiliates and other	447,130,000	447,255,000
Less: current portion	<u>(105,000)</u>	<u>(125,000)</u>
Total long-term debt	<u>\$ 447,025,000</u>	<u>\$ 447,130,000</u>

During 2003, the maturity of the Notes payable to Aztar Corporation was extended to October 1, 2014. Substantially all of the Company's property and equipment is pledged as collateral for long-term debt agreements of affiliates.

NOTE 4. COMMITMENTS AND CONTINGENCIES

Licensing

On November 26, 1982, the Company was granted a plenary gaming license by the New Jersey Casino Control Commission, referred to as the "CCC". The license is renewable every four years. In November 2003, the license was renewed for a period of four years, effective through November 30, 2007, subject to the condition that the Company and Aztar provide the CCC and the New Jersey Division of Gaming Enforcement with revised financial forecasts for the first two years of the license term by February 10, 2004. The revised financial forecasts were required to supplement previously filed financial forecasts to reflect a revised projected opening date for the expansion which was delayed as a result of an accident which occurred on October 30, 2003 at the site of the construction of the parking-garage component of the expansion (see "Note 6: Accounting for the Impact of the October 30, 2003 Construction Accident"). The revised financial forecasts were submitted in accordance with the license condition and on April 30, 2004, the Division of Gaming Enforcement issued a report which indicates Adamar and Aztar have complied with the condition imposed and that both continue to demonstrate the requisite financial stability, integrity and responsibility.

The Company is a party to various other claims, legal actions and complaints arising in the ordinary course of business or asserted by way of defense or counterclaim in actions filed by the Company. Management believes that its defenses are substantial in each of these matters, and that the Company's legal posture can be successfully defended without material adverse effect on its consolidated financial position, results of operations or cash flows.

The CCC imposes an annual tax of eight percent on gross casino revenue. Pursuant to legislation adopted in 1984, casino licensees are required to invest an additional one and one-quarter percent of gross casino revenue for the purchase of bonds to be issued by the Casino Reinvestment Development Authority ("CRDA") or make other approved investments equal to that amount; in the event the investment requirement is not met, the casino licensee is subject to a tax of two and one-half percent on gross casino revenue. As mandated by the legislation, the interest rate of the CRDA bonds purchased by the licensee will be two-thirds of the average market rate for bonds available for purchase and published by a national bond index at the time of the CRDA bond issuance. The CRDA bonds have various contractual maturities that range from 10 to 40 years. Actual maturities may differ from contractual maturities because of prepayment rights. The Company's reinvestment obligation for 2004 and 2003, respectively, was \$2,262,000 and \$2,426,000 for the purchase of CRDA bonds. The Company recorded a loss provision for 2004 and 2003, respectively of \$347,000 and \$35,000. The loss provision is to recognize the effect of the below market interest rate using the interest rate in effect at June 30, 2004.

In April 2002, the Company commenced construction on a major expansion project. The expansion will consist primarily of a retail, dining and entertainment

complex along with a 502-room convention hotel tower. The Company has an agreement with the CRDA for approximately \$20,100,000 in funding in connection with this expansion project. As of June 30, 2004, the Company has received approximately \$17,800,000 in funding from the CRDA under this agreement. At June 30, 2004 the Company had approximately \$800,000 in available deposits with the CRDA that qualified and accordingly was reclassified to accounts receivable.

At June 30, 2004, the Company had commitments of approximately \$46,000,000 for the expansion project.

NOTE 5.

RELATED PARTIES

Transactions with affiliates consist of expenditures by affiliates on the Company's behalf including purchases of assets, facility rental, and administrative expenses or cash advances to affiliates or other receivables from affiliates. The Company has many significant transactions with Aztar.

Aztar performs various corporate services for the Company. For the period ended June 30, 2004 and 2003, Aztar charged the Company a management fee of \$17,100,000 and \$17,650,000, respectively.

Due to affiliates is reflected in Other Liabilities. The identity of the affiliate and corresponding balances at June 30, 2004 and 2003 are:

	<u>2004</u>	<u>2003</u>
Due to Aztar Corporation	\$190,676,000	\$ 78,623,000
Due to Ramada New Jersey, Inc.	313,000	238,000
Due to Adamar Garage Corporation	19,613,000	14,913,000
Due to Atlantic Deauville, Inc.	<u>288,000</u>	<u>218,000</u>
	<u>\$210,890,000</u>	<u>\$ 93,992,000</u>

Advances to affiliates are reflected in Investments, Advances and Receivables. The identity of the affiliate and corresponding balances at June 30, 2004 and 2003 are:

	<u>2004</u>	<u>2003</u>
Advances to Tropicana West	\$ <u>1,771,000</u>	\$ <u>1,817,000</u>
	<u>\$ 1,771,000</u>	<u>\$ 1,817,000</u>

Notes payable to related parties are included in Long-term debt to affiliates (See Note 3). The identity of the affiliate and corresponding balances at June 30, 2004 and 2003 are:

<u>PAYEE</u>	<u>2004</u>	<u>2003</u>
Aztar Corporation	\$ 447,000,000	\$ 447,000,000

For the six months ended June 30, 2004 and 2003 the Company incurred charges from affiliates which are indicated in the accompanying Statements of Income as Cost of Goods and Services and Selling, General, and Administrative. The nature of the charges and dollar amounts are as follows:

	<u>2004</u>	<u>2003</u>
<u>COST OF GOODS AND SERVICES</u>		
Executive deferred compensation plan	\$ 2,000	\$ 2,000
Property insurance	<u>1,201,000</u>	<u>1,180,000</u>
	<u>1,203,000</u>	<u>1,182,000</u>
<u>SELLING, GENERAL AND ADMINISTRATIVE</u>		
Insurance	322,000	247,000
Executive deferred compensation plan	11,000	13,000
Claims	4,000	51,000
Professional services	<u>4,000</u>	<u>2,000</u>
	<u>341,000</u>	<u>313,000</u>
Total	<u>\$ 1,544,000</u>	<u>\$1,495,000</u>

NOTE 6: ACCOUNTING FOR THE IMPACT OF THE OCTOBER 30, 2003 CONSTRUCTION ACCIDENT

An accident occurred on the site of the construction of the parking-garage component of the expansion project on October 30, 2003. The accident resulted in a loss of life and serious injuries, as well as extensive damage to the facilities under construction.

Construction progresses on the expansion project. Removal of the garage debris has been completed and the rebuilding of the portion of the garage that collapsed is underway. Business continues to suffer adverse impacts from the disruption that followed the accident. One street adjacent to the property remained closed through June 30, 2004, limiting access to the existing parking garages and the porte cochere. During the second quarter of 2004, the Company incurred approximately \$2,300,000 of construction accident related costs and expenses that may not be reimbursed by insurance. These costs and expenses primarily consist of supplemental marketing costs incurred to decrease the effect of the business interruption caused by the accident as well as professional fees incurred as a result of the accident. At June 30, 2004 approximately \$2,100,000 of supplemental marketing costs incurred to decrease the effect of the business interruption that are reimbursable under the Company's business interruption insurance are classified in the Balance Sheet as part of the Receivables and Patrons' Checks.

During the first quarter of 2004, the Company recorded \$3,500,000 of business interruption recovery, which reflects a profit recovery applicable to the fourth quarter of 2003. During the second quarter of 2004, the Company recorded \$5,000,000 of insurance recovery due to the delay of the opening of the expansion, which represents a portion of the anticipated profit that we would have recognized had the expansion opened as originally projected as well as some

reimbursement for costs incurred as a result of the delay. These insurance recoveries totaling \$8,500,000 are classified as Nonoperating Income in the Statements of Income. Insurance claims for business interruption that occurred from the date of the accident through the end of the second quarter of 2004 have been filed with the Company's insurers in the amount of approximately \$19,900,000 of which \$3,500,000 has been received by the Company. In addition, the Company has filed insurance claims for lost profits and additional costs as a result of the delay in the opening of the expansion. The total of these claims is approximately \$44,600,000 of which \$5,000,000 has been received by the Company. Profit recovery from business interruption insurance is recorded when the amount of recovery, which may be different from the amount claimed, is agreed to by the insurers. The Company has also filed insurance claims of approximately \$4,800,000 for other costs it has incurred that are related to the construction accident. These other costs are primarily supplemental marketing costs.

During 2003, the Company reduced construction in progress for the estimated asset loss and recorded a receivable of approximately \$3,000,000, which is included in the Balance Sheet as part of the Receivables and Patrons' Checks at June 30, 2004. The Company believes it is probable that any additional asset loss will be recovered from first party insurance or from third parties or their insurers. Debris removal has been completed and no additional asset loss has been noted. The full extent of additional asset loss, if any, will not be known until a full inspection of potential damages is performed.

The dismantlement of the collapsed portion of the garage and the debris removal has been completed. There is a dispute with the insurance carrier as to the full coverage of the associated costs. It is reasonably possible that the Company may ultimately pay a portion of these costs, which would be expensed and the range is estimated to be from none to \$9,000,000. The Company will continue to assess other potential losses and costs it might incur in relation to the construction accident.

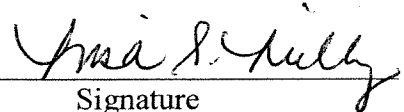
NOTE 7. NON-OPERATING INCOME/(EXPENSE)

For the period ending June 30, 2004 and 2003, Non-operating Income/(Expense) consisted of the following:

	<u>2004</u>	<u>2003</u>
Interest income	\$ 345,000	\$ 364,000
Loss on dispositions	(295,000)	(77,000)
Construction accident related	(2,360,000)	--
Construction accident insurance recoveries	8,500,000	--
Affiliate rent expense	<u>(2,423,000)</u>	<u>(2,423,000)</u>
Total	\$ 3,767,000 =====	\$ (2,136,000) =====

STATEMENT OF CONFORMITY, ACCURACY AND COMPLIANCE

1. I have examined this Quarterly Report.
2. All the information contained in this Quarterly Report has been prepared in conformity with the Casino Control Commission's Quarterly Report Instructions and Uniform Chart of Accounts.
3. To the best of my knowledge and belief, the information contained in this report is accurate.
4. To the best of my knowledge and belief, except for the deficiencies noted below, the licensee submitting this Quarterly Report has remained in compliance with the financial stability regulations contained in N.J.A.C. 19:43-4.2(b)1-5 during the quarter.


Signature

Controller

005939-11
License Number

On Behalf of:

Tropicana Casino and Resort
Casino Licensee